

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

SONY DISCOS, INC., ET AL.

VS.

E.J.C. FAMILY PARTNERSHIP, LTD,
ET AL.

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§
§
§
§
§
§

C.A. NO. H-02-3729

JURY

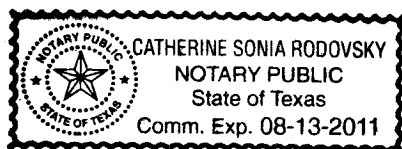
AFFIDAVIT OF KRISTI GOERTZ

On this day, June 15, 2010 appeared before me, the undersigned authority notary public and after being sworn stated as follows:

1. My name is Kristi Goertz. I am over the age of eighteen years have never been convicted of a crime involving moral turpitude and am fully competent to make this affidavit. The facts stated in this affidavit are within my personal knowledge and are true and correct.
2. I am a custodian of the billing records of Brown McCarroll, LLP. Attached hereto as exhibits A-1 to A-23, A-24 and B-1 to B-23 are 149 pages of records from the billing department of Brown McCarroll, LLP. These records are kept by Brown McCarroll, LLP in the regular course of its business and it was the regular course of the business of Brown McCarroll, LLP for an employee or representative of Brown McCarroll, LLP with knowledge of the acts recorded to make the record or transmit information thereof to be included in such record. The record was made at or near the time or reasonably soon thereafter.
3. The records attached are exact copies of the original records.

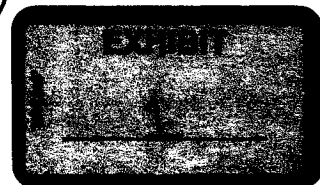
Kristi Goertz
Affiant

Sworn to and subscribed before me on the 15th day of June 2010.



Catherine Rodovsky
Notary Public, State of Texas

EXHIBIT 1



Brown McCarroll
L.L.P.

111 Congress Avenue, Suite 1400, Austin, Texas 78701-4043
512-472-5456 fax 512-479-1101

E.J. Cole
Re: Copyright Lawsuit
Cause No. H-02-3729

Page: 1 of 5
Invoice No: 723046
Invoice Date: 11/14/02
File No: 032995.0000004

E.J. Cole
1014 N. Main
Pearland, TX 77581

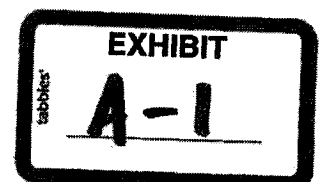
Billing Attorney: D. Daly

Firm Tax Identification Number: 74-1195014

BILLING SUMMARY
for unbilled fees and expenses through October 31, 2002

Fees:	13,698.00
Expenses:	224.70
TOTAL CURRENT INVOICE:	13,922.70

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Brown McCarroll**L.L.P.**111 Congress Avenue, Suite 1400, Austin, Texas 78701-4043
512-472-5456 fax 512-479-1101E.J. Cole
Re: Copyright Lawsuit
Cause No. H-02-3729Page: 2 of 5
Invoice No: 723046
Invoice Date: 11/14/02
File No: 032995.0000004**FOR PROFESSIONAL SERVICES RENDERED**

through October 31, 2002

<u>Date</u>	<u>Description</u>	<u>Name</u>
10/02/02	Receipt and review of copyright lawsuit; made telephone calls to E.J. Cole at work and mobile regarding notification of lawsuit.	S. Morrison
10/03/02	Conference on lawsuit.	D. Daly
10/03/02	Conference with D. Daly and Steve Andrews regarding lawsuit; telephone calls with E.J. Cole.	S. Morrison
10/04/02	Review of original complaint; conference with Messrs. Daly & Morrison regarding [REDACTED]	S. Andrews
10/07/02	Preparation and meeting regarding litigation.	D. Daly
10/07/02	Work on Cole; research damages for indirect infringement; meeting with E.J. Cole regarding lawsuit; review and revision of [REDACTED]	S. Morrison
10/07/02	Further review of original complaint; attention to applicable legal authorities regarding vicarious and contributory copyright infringement; conference with Mr. Cole; conference with attorney for plaintiffs; attention to date of service of process; attention to original answer.	S. Andrews
10/08/02	Conference regarding lawsuit.	D. Daly
10/08/02	Dictate memorandum regarding Oct. 7, 2002 meeting with E.J. Cole; telephone call with E.J. Cole regarding lawsuit.	S. Morrison
10/08/02	Attention to applicable legal authorities regarding [REDACTED] further attention to original answer.	S. Andrews
10/09/02	Conference with S. Andrews; telephone call to Michael Huppe.	S. Morrison
10/10/02	Review of fax from client regarding [REDACTED]; attention to applicable legal authorities regarding copyright.	S. Andrews
10/11/02	Research Hard Rock Cafe case; conference with S. Andrews regarding telephone conversation with Michael Huppe.	S. Morrison
10/11/02	Conference with Mr. Huppe of the RIAA.	S. Andrews
10/17/02	Research for answer to lawsuit including [REDACTED] review of Plaintiffs Original Complaint and review and revision of answer.	S. Morrison

Brown McCarroll**L.L.P.**111 Congress Avenue, Suite 1400, Austin, Texas 78701-4043
512-472-5456 fax 512-479-1101E.J. Cole
Re: Copyright Lawsuit
Cause No. H-02-3729Page: 3 of 5
Invoice No: 723046
Invoice Date: 11/14/02
File No: 032995.0000004

<u>Date</u>	<u>Description</u>	<u>Name</u>
10/18/02	Preparation for conference call; conference call with S. Andrews and E.J. Cole regarding [REDACTED] work on answers for defendants.	S. Morrison
10/19/02	Work on answers.	S. Morrison
10/21/02	Work on answers; conference with S. Andrews regarding same.	S. Morrison
10/21/02	Attention to applicable legal authorities regarding vicarious infringement; preparation of revisions to original answer of EJC Family Partnership, Elwyn Cole and EJC Enterprises.	S. Andrews
10/22/02	Work on answers; conference with S. Andrews regarding same; research defenses.	S. Morrison
10/22/02	Attention to applicable legal authorities regarding [REDACTED] preparation of revisions to original answer for all defendants.	S. Andrews
10/23/02	Work on answers; conference with S. Andrews regarding answers and defenses.	S. Morrison
10/23/02	Further attention to applicable legal authorities regarding copyright infringement and affirmative defenses; preparation of further revisions to answer for all defendants.	S. Andrews
10/24/02	Conference on status of lawsuit.	D. Daly
10/24/02	Preparation of certificate of interested parties.	S. Andrews
10/28/02	Attention to requirements for pretrial conference.	S. Andrews
10/29/02	Analysis of matters relating to law suit.	D. Daly
10/29/02	Receipt and review of Order resetting Pre-Trial conference; conference with S. Andrews regarding hearing; review of order.	S. Morrison
10/31/02	Review of FRCP 26 and 16; memorandum to S. Andrews regarding [REDACTED]	S. Morrison
Fees for Services:		\$13,698.00

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E.J. Cole
Re: Copyright Lawsuit
Cause No. H-02-3729

Page: 4 of 5
Invoice No: 723046
Invoice Date: 11/14/02
File No: 032995.0000004

EXPENSES

<u>Date</u>	<u>Description</u>	<u>Amount</u>
10/31/02	Photocopy Charges	224.70
Expense Total:		\$ 224.70

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E.J. Cole
Re: Copyright Lawsuit
Cause No. H-02-3729

Page: 1 of 5
Invoice No: 724325
Invoice Date: 12/06/02
File No: 032995.0000004

E.J. Cole
1014 N. Main
Pearland, TX 77581

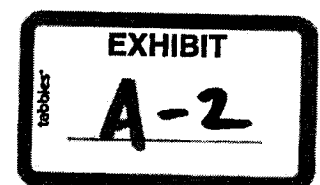
Billing Attorney: D. Daly

Firm Tax Identification Number: 74-1195014

BILLING SUMMARY
for unbilled fees and expenses through November 30, 2002

Fees:	7,431.00
Expenses:	26.60
TOTAL CURRENT INVOICE:	7,457.60

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Brown McCarroll**L.L.P.**111 Congress Avenue, Suite 1400, Austin, Texas 78701-4043
512-472-5456 fax 512-479-1101E.J. Cole
Re: Copyright Lawsuit
Cause No. H-02-3729Page: 3 of 5
Invoice No: 724325
Invoice Date: 12/06/02
File No: 032995.0000004

<u>Date</u>	<u>Description</u>	<u>Name</u>
11/15/02	Conference with attorney for plaintiffs regarding case management order; attention to proposed revisions to same; attention to Southern District local rules; review of court's order admitting Messrs. Huppe and Oppenheim pro hac vice; review of plaintiffs' motion pro hac vice regarding Messrs. Frockman, German and Goldman.	S. Andrews
11/18/02	Work on memorandum regarding liability, case law and damages; research regarding same.	S. Morrison
11/19/02	Conference with Scott regarding discovery.	D. Daly
11/19/02	Continued work on memorandum regarding indirect copyright infringement.	S. Morrison
11/20/02	Work on memorandum; conference with S. Andrews regarding pretrial conference.	S. Morrison
11/21/02	Preparation for pretrial conference, attending pretrial conference; memorandum regarding same.	S. Morrison
11/21/02	Preparation for case management conference; attendance regarding same; conference with attorneys for plaintiffs regarding disclosure issues.	S. Andrews
11/25/02	Work on 26(a)(1) disclosures.	S. Morrison
11/25/02	Review of Courts Order regarding preliminary discovery responses.	S. Andrews
11/27/02	Preparation of revisions to Defendants initial disclosures; review of original complaint; review of case management report; review of Court's Order requiring production of documents.	S. Andrews
Fees for Services:		\$7,431.00

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512-472-5456 fax 512-479-1101

E.J. Cole
Re: Copyright Lawsuit
Cause No. H-02-3729

Page: 4 of 5
Invoice No: 724325
Invoice Date: 12/06/02
File No: 032995.0000004

EXPENSES

<u>Date</u>	<u>Description</u>	<u>Amount</u>
10/22/02	Magic Couriers Express Delivery To Michael Milby 000000000000 CC ORDER ID 60981	12.50
11/30/02	Photocopy Charges	11.10
11/30/02	Telecopy expense	3.00
Expense Total:		\$ 26.60

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111 Congress Avenue, Suite 1400, Austin, Texas 78701-4043
512-472-5456 fax 512-479-1101

E.J. Cole
Re: Copyright Lawsuit

Page: 1 of 3

Cause No. H-02-3729

Invoice No: 726048
Invoice Date: 01/14/03
File No: 032995.0000004

E.J. Cole
1014 N. Main
Pearland, TX 77581

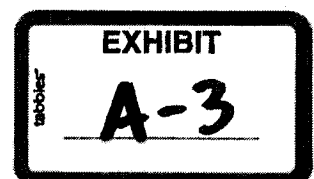
Billing Attorney: D. Daly

Firm Tax Identification Number: 74-1195014

BILLING SUMMARY
for unbilled fees and expenses through December 31, 2002

Fees:	2,340.00
Expenses:	243.90
TOTAL CURRENT INVOICE:	2,583.90

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Brown McCarroll111 Congress Avenue, Suite 1400, Austin, Texas 78701-4043
512-472-5456 fax 512-479-1101**L.L.P.**E.J. Cole
Re: Copyright Lawsuit

Page: 2 of 3

Cause No. H-02-3729

Invoice No: 726048
Invoice Date: 01/14/03
File No: 032995.0000004**FOR PROFESSIONAL SERVICES RENDERED**

through December 31, 2002

<u>Date</u>	<u>Description</u>	<u>Name</u>
12/03/02	Telephone call with Carol regarding information needed for December 13th disclosure.	S. Morrison
12/06/02	Meeting at Cole's to pick up disclosure information; review of disclosure information.	S. Morrison
12/09/02	Work on disclosures.	S. Morrison
12/10/02	Work on disclosures; travel to Cole's to meet with Carol regarding disclosure information.	S. Morrison
12/11/02	Work on Disclosures.	S. Morrison
12/12/02	Picked up disclosure material from Cole's; work on same for service on Friday, December 13, 2002.	S. Morrison
12/16/02	Conference regarding discovery.	D. Daly
12/16/02	Receipt and review of disclosures from plaintiffs' counsel.	S. Morrison
Fees for Services:		\$2,340.00

EXPENSES

<u>Date</u>	<u>Description</u>	<u>Amount</u>
12/31/02	Local Delivery Service -- Vendor:MACH 5 COURIERS - To Michael Milby 10/23/02	5.00
12/31/02	Local Delivery Service -- Vendor:MACH 5 COURIERS - From Michael Milby 10/23/02	5.00
12/31/02	Local Delivery Service -- Vendor:MACH 5 COURIERS - To Michael Milby 10/24/02	23.95
12/31/02	Photocopy Charges	193.95
12/31/02	Telecopy expense	16.00
Expense Total:		\$ 243.90

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L.L.P.

111 Congress Avenue, Suite 1400, Austin, Texas 78701-4043
512-472-5456 fax 512-479-1101

E.J. Cole
Re: Copyright Lawsuit
Cause No. H-02-3729

Page: 1 of 4
Invoice No: 727555
Invoice Date: 02/14/03
File No: 032995.0000004

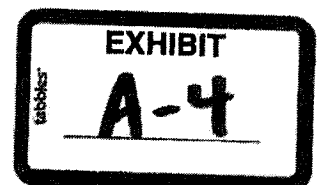
E.J. Cole
1014 N. Main
Pearland, TX 77581

Firm Tax Identification Number: 74-1195014

BILLING SUMMARY
for unbilled fees and expenses through January 31, 2003
Billing Attorney: D. Daly

Fees:	7,269.00
Expenses:	26.60
TOTAL CURRENT INVOICE:	7,295.60

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E.J. Cole
Re: Copyright Lawsuit
Cause No. H-02-3729

Page: 2 of 4
Invoice No: 727555
Invoice Date: 02/14/03
File No: 032995.0000004

FOR PROFESSIONAL SERVICES RENDERED through January 31, 2003

<u>Date</u>	<u>Description</u>	<u>Name</u>
01/06/03	Review of courts order regrading pretrial conference; review of email from attorney for plaintiffs; preparation of email to same.	S. Andrews
01/06/03	Review of Plaintiffs disclosures.	S. Morrison
01/07/03	Work on summary of Plaintiffs' disclosures.	S. Morrison
01/08/03	Work on summary of plaintiffs' disclosures.	S. Morrison
01/09/03	Telephone call from Carol regarding vendor information for July 29, 2001; continued work on summary of disclosures; conference with S. Andrews regarding same.	S. Morrison
01/14/03	Review of plaintiffs' proposed submission regarding further discovery pursuant to the court's order; preparation of defendants' proposal.	S. Andrews
01/14/03	Work on information regarding joint discovery request.	S. Morrison
01/15/03	Preparation of revisions to joint submittal regarding further discovery; conference with attorney for plaintiffs regarding same; attention to applicable legal authorities regarding [REDACTED]	S. Andrews
01/15/03	Receipt and review of proposed disclosures from plaintiffs; conferences with Steve Andrews regarding disclosures; telephone conferences with plaintiff's counsel regarding joint motion; receipt and review of proposed joint order and revisions to same.	S. Morrison
01/16/03	Receipt and review of final agreed order for additional discovery prepared by Robert Levy.	S. Morrison
01/22/03	Conference with Cole regarding [REDACTED]	S. Morrison
01/24/03	Update on litigation; work on same.	D. Daly
01/24/03	Preparation for status conference; attendance at same.	S. Andrews
01/24/03	Attended pretrial hearing; telephone call to Cole regarding [REDACTED]	S. Morrison
01/28/03	Review of reports regarding vendors and letters received from vendors; letter to E.J. Cole regarding [REDACTED]	S. Morrison
01/30/03	Conference regarding evidence on case.	D. Daly
01/31/03	Receipt of correspondence from vendor at Cole's regarding [REDACTED]	S. Andrews

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L.L.P.

111 Congress Avenue, Suite 1400, Austin, Texas 78701-4043
512-472-5456 fax 512-479-1101

E.J. Cole
Re: Copyright Lawsuit
Cause No. H-02-3729

Page: 3 of 4
Invoice No: 727555
Invoice Date: 02/14/03
File No: 032995.0000004

Fees for Services:

\$7,269.00

EXPENSES

<u>Date</u>	<u>Description</u>	<u>Amount</u>
12/13/02	Magic Couriers Express Delivery To Robert Levy 000000000000 CC ORDER ID 72048	13.60
01/31/03	Telecopy expense	13.00
Expense Total:		\$ 26.60

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L.L.P.

111 Congress Avenue, Suite 1400, Austin, Texas 78701-4043
512-472-5456 fax 512-479-1101

E.J. Cole
Re: Copyright Lawsuit
Cause No. H-02-3729

Page: 1 of 4
Invoice No: 729062
Invoice Date: 03/14/03
File No: 032995.0000004

E.J. Cole
1014 N. Main
Pearland, TX 77581

Firm Tax Identification Number: 74-1195014

BILLING SUMMARY

for unbilled fees and expenses through February 28, 2003
Billing Attorney: D. Daly

Fees:	11,100.50
Expenses:	854.72
TOTAL CURRENT INVOICE:	11,955.22

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L.L.P.

E.J. Cole
Re: Copyright Lawsuit
Cause No. H-02-3729Page: 2 of 4
Invoice No: 729062
Invoice Date: 03/14/03
File No: 032995.0000004**FOR PROFESSIONAL SERVICES RENDERED**

through February 28, 2003

<u>Date</u>	<u>Description</u>	<u>Name</u>
02/12/03	Meeting regarding status of discovery.	D. Daly
02/13/03	Conference with attorney for plaintiffs; attention to production to plaintiffs pursuant to court's order.	S. Andrews
02/19/03	Review of witness subpoena regarding Prudential Allied Relators.	S. Andrews
02/20/03	Conference with Mr. Morrison regarding responses to plaintiffs' discovery requests.	S. Andrews
02/20/03	Meeting at Cole's to pick discovery information; work on same.	S. Morrison
02/21/03	Work on second round of discovery.	S. Morrison
02/24/03	Meeting with Scott regarding case and financials.	D. Daly
02/24/03	Conference with Mr. Cole; attention to responses to plaintiffs' discovery; conference with attorney for plaintiffs; preparation of correspondence to same; review of documents to be produced to plaintiffs; attention to third party subpoena regarding Prudential Allied Realtors.	S. Andrews
02/24/03	Work on production request; meeting with E.J. Cole; phone calls with Cole's office and Bob Lewis; conference with S. Andrews regarding production.	S. Morrison
02/25/03	Attention to applicable legal authorities regarding [REDACTED]	S. Andrews
02/25/03	Review and research options on [REDACTED] Prepare Memorandum regarding same.	D. Harsany
02/26/03	Further attention to [REDACTED] motion to quash subpoena; further attention to documents to be produced to plaintiffs; preparation of confidentiality order.	S. Andrews
02/27/03	Attention to applicable legal authorities regarding 3rd party subpoena; attention to additional financial documents for production to plaintiffs; preparation of motion to quash subpoena regarding confidential financial information; conference with attorney for plaintiffs regarding same; conference with Mr. Lewis at Prudential; conference with attorney for same; review of Prudential's objection to the subpoena; conference with attorney for plaintiffs.	S. Andrews

Brown McCarroll111 Congress Avenue, Suite 1400, Austin, Texas 78701-4043
512-472-5456 fax 512-479-1101**L.L.P.**E.J. Cole
Re: Copyright Lawsuit
Cause No. H-02-3729Page: 3 of 4
Invoice No: 729062
Invoice Date: 03/14/03
File No: 032995.0000004

<u>Date</u>	<u>Description</u>	<u>Name</u>
02/27/03	Work on Motion to Quash.	S. Morrison
02/27/03	Review Judge Lynn N. Hughes Procedures, review local rules for Southern District, review case law in preparation for filing Motion to Quash Subpoena and Objection to Subpoena. Draft Motion to Quash Subpoena. Draft Objection to Subpoena.	D. Harsany
02/28/03	Conference with attorney for Prudential; review of email from attorney for plaintiffs regarding confidentiality order.	S. Andrews
Fees for Services:		\$11,100.50

EXPENSES

<u>Date</u>	<u>Description</u>	<u>Amount</u>
02/28/03	Outside Photocopy Charges - - Vendor:Jet Litigation Services, Inc. - Copies	302.95
02/28/03	Outside Photocopy Charges - - Vendor:Jet Litigation Services, Inc. - Bate labels and copies	438.82
02/28/03	Photocopy Charges	100.95
02/28/03	Telecopy expense	12.00
Expense Total:		\$ 854.72

Brown McCarrall

L.L.P.

111 Congress Avenue, Suite 1400, Austin, Texas 78701-4043
512-472-5456 fax 512-479-1101

E.J. Cole
Re: Copyright Lawsuit
Cause No. H-02-3729

Page: 1 of 5
Invoice No: 731757
Invoice Date: 04/30/03
File No: 032995.0000004

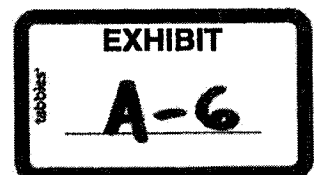
E.J. Cole
1014 N. Main
Pearland, TX 77581

Firm Tax Identification Number: 74-1195014

BILLING SUMMARY
for unbilled fees and expenses through April 30, 2003
Billing Attorney: D. Daly

Fees:	16,047.50
Expenses:	208.72
TOTAL CURRENT INVOICE:	16,256.22

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512-472-5456 fax 512-479-1101**L.L.P.**E.J. Cole
Re: Copyright Lawsuit
Cause No. H-02-3729Page: 2 of 5
Invoice No: 731757
Invoice Date: 04/30/03
File No: 032995.0000004**FOR PROFESSIONAL SERVICES RENDERED**

through April 30, 2003

<u>Date</u>	<u>Description</u>	<u>Name</u>
03/03/03	Review of correspondence from attorney for plaintiffs to attorney for Prudential; attention to applicable legal authorities regarding [REDACTED]	S. Andrews
03/05/03	Review of proposed revisions to confidentiality order from attorney for plaintiffs; conference with attorney for Prudential; attention to applicable legal authorities regarding [REDACTED] review of court's order quashing subpoena.	S. Andrews
03/10/03	Preparation of revisions to protective order; conference with attorney for plaintiffs; transmittal of revised protective order to same.	S. Andrews
03/11/03	Attention to revisions to confidentiality order; conference with attorney for plaintiffs regarding same; attention to proposed correspondence to court; attention to burden of proof issues; further conference with attorneys for plaintiffs regarding scheduling order.	S. Andrews
03/12/03	Multiple conferences with attorneys for plaintiffs regarding revised scheduling order; review of documents to be produced; attention to confidentiality order; preparation of joint motion for entry of same.	S. Andrews
03/12/03	Conference with Steve Andrews regarding pretrial hearing.	S. Morrison
03/13/03	Meeting and reviewing status of case and progress.	D. Daly
03/13/03	Conference with Steve Andrews to discuss facts of case and request my involvement.	B. Harris
03/13/03	Further conference with attorney for plaintiffs regarding revised scheduling order; attention to same; attention to documents to be produced to plaintiffs.	S. Andrews
03/14/03	Meet with Steve Andrews and Scott Morrison to prepare for hearing on Monday; review copyright law with regard to [REDACTED] review proposed responses to discovery.	B. Harris
03/14/03	Review Plaintiff's pleadings for comparison to additional discovery responses.	B. Harris

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512-472-5456 fax 512-479-1101**L.L.P.**E.J. Cole
Re: Copyright Lawsuit
Cause No. H-02-3729Page: 3 of 5
Invoice No: 731757
Invoice Date: 04/30/03
File No: 032995.0000004

<u>Date</u>	<u>Description</u>	<u>Name</u>
03/14/03	Conference with Messrs. Harris & Morrison; attention to narrative portion of responses to agreed order for additional discovery; attention to applicable legal authorities regarding [REDACTED] attention to experts disclosure dates.	S. Andrews
03/14/03	Conference with S. Andrews and B. Harris regarding issues at pretrial conference; work on disclosures.	S. Morrison
03/17/03	Meeting with Scott as a result of the hearing and plan defense.	D. Daly
03/17/03	Conference with Mr. Morrison regarding scheduling conference.	S. Andrews
03/17/03	Preparation for pre-trial hearing; attended pre-trial hearing; telephone call with S. Andrews; telephone call with C. Morgan regarding involvement in case.	S. Morrison
03/18/03	Conference with Scott Morrison to learn results of yesterday's hearings.	B. Harris
03/18/03	Work on gathering research on vicarious liability and contributory infringement.	S. Morrison
03/20/03	Work on copyright ownership and counterfeit issues.	S. Morrison
03/21/03	Telephone call from R. Levy regarding examining CDs; work on review of counterfeit CD schedule and investigator reports.	S. Morrison
03/24/03	Trip to Haynes & Boone to inspect all cd's in their possession; make extensive notes.	B. Harris
03/24/03	Conference with S. Andrews regarding results of today's inspection of cd's.	B. Harris
03/24/03	Review of summary of pretrial conference on March 17; conference with Messrs. Morrison and Harris regarding same; attention to statistical sampling issues; attention to requirements for next pretrial conference.	S. Andrews
03/24/03	Examination of CDs at offices of Haynes and Boone.	S. Morrison
03/25/03	Conference with [REDACTED] (statistician); attention to statistical issues; conference with [REDACTED] regarding same; review of correspondence to attorney for plaintiffs regarding copyright holders.	S. Andrews

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L.L.P.

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512-472-5456 fax 512-479-1101E.J. Cole
Re: Copyright Lawsuit
Cause No. H-02-3729Page: 4 of 5
Invoice No: 731757
Invoice Date: 04/30/03
File No: 032995.0000004

<u>Date</u>	<u>Description</u>	<u>Name</u>
03/25/03	Work on copyright ownerships and registration statement; draft of letter to R. Levy regarding same; conference with S. Andrews regarding random sampling per judge's order.	S. Morrison
03/26/03	Multiple conferences with [REDACTED], preparation of correspondence to attorney for plaintiffs; review of spreadsheet regarding copyrighted materials; attention to statistical sampling issues.	S. Andrews
03/26/03	Fax to Cole's regarding [REDACTED] telephone call with B. Lewis regarding Cole's file and order from Judge for Cole to turn over everything he has provided to realtor; review of letter to R. Levy regarding disclosure due Wednesday, March 26, 2003.	S. Morrison
03/27/03	Review of plaintiffs' additional discovery responses pursuant to the Court's order of production.	S. Andrews
Fees for Services:		\$16,047.50

EXPENSES

<u>Date</u>	<u>Description</u>	<u>Amount</u>
02/27/03	Lexis/Nexis Computer Research	1.58
02/27/03	Lexis/Nexis Computer Research	4.14
03/21/03	Local Delivery Service -- Vendor:MACH 5 COURIERS - From Cole Flea Market 02-25-03	28.75
03/21/03	Local Delivery Service -- Vendor:MACH 5 COURIERS - From Prudential 02-27-03	28.75
04/30/03	Photocopy Charges	145.50
Expense Total:		\$ 208.72

Brown McCarroll
L.L.P.

111 Congress Avenue, Suite 1400, Austin, Texas 78701-4043
512-472-5456 fax 512-479-1101

E.J. Cole
Re: Copyright Lawsuit
Cause No. H-02-3729

Page: 1 of 6
Invoice No: 732113
Invoice Date: 05/13/03
File No: 032995.0000004

E.J. Cole
1014 N. Main
Pearland, TX 77581

Firm Tax Identification Number: 74-1195014

BILLING SUMMARY
for unbilled fees and expenses through April 30, 2003
Billing Attorney: D. Daly

Fees:	25,138.00
Expenses:	856.82
TOTAL CURRENT INVOICE:	25,994.82

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512-472-5456 fax 512-479-1101**L.L.P.**E.J. Cole
Re: Copyright Lawsuit
Cause No. H-02-3729Page: 2 of 6
Invoice No: 732113
Invoice Date: 05/13/03
File No: 032995.0000004**FOR PROFESSIONAL SERVICES RENDERED**

through April 30, 2003

<u>Date</u>	<u>Description</u>	<u>Name</u>
03/21/03	Continued preparation of chart from copyright office forms.	D. Pearlman
04/07/03	Attention to briefing schedule.	S. Andrews
04/09/03	Receipt and review of file from B. Lewis.	S. Morrison
04/09/03	Review of case materials and preliminary legal research.	K. Kuhn
04/10/03	Conference call with K. Kuhn, S. Andrews, et al. regarding briefing liability issues.	C. Morgan
04/10/03	Extensive conference call with S. Andrews, S. Morrison, K. Koons, and C. Morgan regarding bench brief to be submitted to Judge Hughes on 4/18/03.	B. Harris
04/10/03	Conference with Messrs. Harris, Morrison, Morgan and Kuhn regarding applicable legal authorities; attention to statistical issues.	S. Andrews
04/10/03	Work on worksheet for vendors in preparation for April 18th brief on vicarious liability and contributory infringement and anticipated motion for summary judgment; conference with D. Pearlman and B. Thompson regarding same; telephone call to E.J. Cole and Carol regarding information need for same.	S. Morrison
04/10/03	Conference call with B. Harris, S. Andrews, K. Kuhn and C. Morgan regarding brief on vicarious liability and contributory infringement.	S. Morrison
04/10/03	Telephone conference with trial team regarding [REDACTED]	K. Kuhn
04/10/03	Preparation of flow chart depicting number of booths and number of booth selling CDs since 1999.	D. Pearlman
04/10/03	Work on documents for brief.	B. Thompson
04/11/03	Work on summary of facts in preparation of brief.	S. Morrison
04/11/03	Legal research for brief on vicarious liability and contributory infringement.	K. Kuhn
04/11/03	Continued preparation of flow chart depicting number of booths and number of booth selling CDs since 1999.	D. Pearlman

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E.J. Cole
Re: Copyright Lawsuit
Cause No. H-02-3729Page: 3 of 6
Invoice No: 732113
Invoice Date: 05/13/03
File No: 032995.0000004

<u>Date</u>	<u>Description</u>	<u>Name</u>
04/11/03	Work on documents for brief.	B. Thompson
04/12/03	Preparation for deposition of plaintiffs' investigators.	S. Andrews
04/13/03	Work on memorandum regarding facts of case.	S. Morrison
04/13/03	Legal research for bench brief.	K. Kuhn
04/13/03	Continued preparation of flow chart depicting number of booths and number of booth selling CDs since 1999.	D. Pearlman
04/13/03	Work on exhibits for lawsuit.	B. Thompson
04/14/03	Conference call with K. Kuhn, S. Andrews; conference with K. Kuhn regarding briefing issues.	C. Morgan
04/14/03	Conference call with Steve Andrews, Scott Morrison, Kurt Kuhn and Craig Morgan to go over results of [REDACTED]	B. Harris
04/14/03	Meeting with Scott Morrison to go over [REDACTED]	B. Harris
04/14/03	Research whether prevailing Defendant in copyright case may seek attorney's fees.	B. Harris
04/14/03	Review model Jury Charge for copyright cases.	B. Harris
04/14/03	Review various law review and ALR compilations on vicarious liability in copyright infringement.	B. Harris
04/14/03	Review various vicarious liability cases such as Shapiro, Gershwin, Hard Rock Cafe, Polygram, Artists' Music, Cherry Auction, etc.	B. Harris
04/14/03	Conference with Messrs. Morgan, Kuhn, Harris & Morrison (.7); attention to applicable legal authorities regarding attorney's fees.	S. Andrews
04/14/03	Work on vendor matrix; conference with B. Harris, S. Andrews, C. Morgan and K. Kuhn regarding April 18th brief, work on factual memo.	S. Morrison
04/14/03	Draft Brief on vicarious liability and contributory infringement; legal research regarding same.	K. Kuhn
04/14/03	Complete flow chart depicting number of booths and number of booth selling CDs since 1999.	D. Pearlman

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111 Congress Avenue, Suite 1400, Austin, Texas 78701-4043
512-472-5456 fax 512-479-1101E.J. Cole
Re: Copyright Lawsuit
Cause No. H-02-3729Page: 4 of 6
Invoice No: 732113
Invoice Date: 05/13/03
File No: 032995.0000004

<u>Date</u>	<u>Description</u>	<u>Name</u>
04/14/03	Work on exhibits for lawsuit.	B. Thompson
04/15/03	Briefly research [REDACTED]	B. Harris
04/15/03	Preparation of revisions to correspondence to attorney for plaintiffs regarding depositions; review of all correspondence from RIAA to Mr. Cole; review of draft of brief to court and statement of facts.	S. Andrews
04/15/03	Work on vendor matrix; review of and work on brief.	S. Morrison
04/15/03	Draft brief on vicarious liability and contributory infringement.	K. Kuhn
04/16/03	Meet with S. Andrews to determine what [REDACTED]	B. Harris
04/16/03	Review bench brief as generated by Craig Morgan.	B. Harris
04/16/03	Obtain and research MGM v. Grokster case for consideration for inclusion in brief.	B. Harris
04/16/03	Work on brief; chart; conference with S. Andrews and B. Harris regarding same.	S. Morrison
Fees for Services:		\$25,138.00

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EJC Family Partnership, Ltd.
Re: Copyright Lawsuit
Cause No. H-02-3729

Page: 1 of 8
Invoice No: 735364
Invoice Date: 07/10/03
File No: 039372.0000001

EJC Family Partnership, Ltd.
1014 N. Main
Pearland, TX 77581

Firm Tax Identification Number: 74-1195014

BILLING SUMMARY
for unbilled fees and expenses through June 30, 2003
Billing Attorney: D. Daly

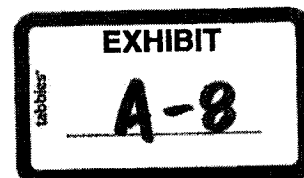
Fees: 36,986.50
Expenses: 2,729.11
TOTAL CURRENT INVOICE: 39,715.61

OUTSTANDING INVOICES:
as of 07/10/03

<u>Date</u>	<u>Invoice No.</u>	<u>Original Amount</u>	<u>Amount Paid</u>	<u>Balance Due</u>
05/13/03	732113	25,994.82	0.00	25,994.82
Total Prior Outstanding Invoices:				\$25,994.82

TOTAL AMOUNT DUE: \$65,710.43

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EJC Family Partnership, Ltd.
Re: Copyright Lawsuit
Cause No. H-02-3729

Page: 2 of 8
Invoice No: 735364
Invoice Date: 07/10/03
File No: 039372.0000001

FOR PROFESSIONAL SERVICES RENDERED through June 30, 2003

<u>Date</u>	<u>Description</u>	<u>Name</u>
03/18/03	Preparation of Cole's Flea Market chart derived from Schedule A and Copyright Forms.	D. Pearlman
03/19/03	Continued preparation of Cole's Flea Market chart derived from Schedule A and Copyright Forms.	D. Pearlman
04/16/03	Obtain and research Ellison v. AOL for consideration for inclusion in brief.	B. Harris
04/16/03	Obtain and review A&M Records v. Napster case for consideration for inclusion in brief.	B. Harris
04/16/03	Review fact matrix compiled by Scott Morrison for potential inclusion in brief.	B. Harris
04/16/03	Obtain and review Adobe v. Canus case for consideration for inclusion in brief.	B. Harris
04/16/03	Obtain and review Sony Corp. v. Universal City Studios, Inc. for consideration for inclusion in brief.	B. Harris
04/16/03	Review of correspondence from attorney for plaintiffs regarding statistical analysis of CD's; attention to brief to court regarding applicable law; conference with Mr. Morgan regarding same; preparation of correspondence to Mr. Hill ; attention to statistical issues; review of all prior correspondence to Mr. Cole from counsel for plaintiffs.	S. Andrews
04/16/03	Research exhibits and prepare list of names.	B. Thompson
04/17/03	Review bench brief on copyright; conference call with S. Andrews and K. Kuhn regarding potential issues.	C. Morgan
04/17/03	Review brief.	D. Daly
04/17/03	Review bench brief as revised by Steve Andrews and Scott Morrison to generate final version of bench brief.	B. Harris
04/17/03	Preparation of revisions to brief to court regarding applicable law; conference with Messrs. Morgan and Kuhn regarding same; conference with Mr. Hill ; attention to correspondence to attorneys for plaintiffs regarding same.	S. Andrews
04/17/03	Continued work on brief.	S. Morrison

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EJC Family Partnership, Ltd.
 Re: Copyright Lawsuit
 Cause No. H-02-3729

Page: 3 of 8
 Invoice No: 735364
 Invoice Date: 07/10/03
 File No: 039372.0000001

<u>Date</u>	<u>Description</u>	<u>Name</u>
04/17/03	Review revised draft of brief on vicarious liability and contributory infringement. Telephone conference with S. Andrews and C. Morgan regarding same. Work on finalizing same.	K. Kuhn
04/17/03	Copy case law.	B. Thompson
04/18/03	Preparation of final revisions to brief to court; transmittal of same.	S. Andrews
04/21/03	Receipt and review of Plaintiff's Memorandum of Law on Contributory and Vicarious Infringement.	B. Harris
04/22/03	Work on letter in response to J. Goldman's letter regarding statistical testing.	S. Morrison
04/28/03	Review of draft of correspondence to attorney for plaintiffs; review of recent applicable legal authorities.	S. Andrews
04/29/03	Preparation of revisions to correspondence to attorneys for plaintiffs and National Flea Market Association; attention to statistical issues.	S. Andrews
04/30/03	Conference with Mr. Morrison; conference with attorney for plaintiffs regarding discovery scheduling; attention to same; attention to correspondence to attorney for plaintiffs regarding sampling; review of correspondence from Mr. Hill regarding same.	S. Andrews
05/06/03	Review and discuss approach to statistical sampling with S. Morrison and S. Andrews; [REDACTED]	B. Harris
05/06/03	Conference with Messrs. Harris and Morrison regarding sampling; preparation of correspondence to attorneys for plaintiffs regarding same; conference with assistant to Dr. Hill.	S. Andrews
05/06/03	Meeting with B. Harris and S. Andrews regarding Judge's order regarding sampling.	S. Morrison
05/06/03	Review and revision of letter to J. Goldman regarding response to statistical sampling, testing and copyright ownership.	S. Morrison
05/07/03	Preparation of deposition outline for plaintiffs' investigators; preparation of revisions to correspondence to attorney for plaintiffs regarding sampling.	S. Andrews

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EJC Family Partnership, Ltd.
 Re: Copyright Lawsuit
 Cause No. H-02-3729

Page: 4 of 8
 Invoice No: 735364
 Invoice Date: 07/10/03
 File No: 039372.0000001

<u>Date</u>	<u>Description</u>	<u>Name</u>
05/07/03	Review and revision of letter from J. Goldman regarding depositions of defendants.	S. Morrison
05/09/03	Conference with Dr. Hill regarding statistical issues; attention to revisions to correspondence to attorney for plaintiffs regarding same.	S. Andrews
05/12/03	Preparation of revisions to correspondence to Mr. Goldman; review of correspondence from Mr. German; review of all prior correspondence regarding status of discovery requests; preparation for conference with Mr. German regarding same; conference with same.	S. Andrews
05/12/03	Finalization of letter to J. Goldman regarding sampling and discovery; review of produced material in regards to E. German's letter.	S. Morrison
05/13/03	Conference with attorney for plaintiffs regarding deposition scheduling; review of agreed discovery order regarding production requirements.	S. Andrews
05/13/03	Work on gathering information in response to E. German's letter and message to S. Andrews regarding discovery matters.	S. Morrison
05/14/03	Conference with Steve Andrews and Scott Morrison regarding approach to discovery disputes and upcoming depositions.	B. Harris
05/14/03	Conference with Messrs. Harris, and Morrison regarding discovery scheduling and issues; preparation of correspondence to Mr. German regarding discovery issues.	S. Andrews
05/14/03	Review of correspondence regarding depositions; telephone call to Cole's to find out availability; email to S. Andrews and B. Harris regarding depositions; conference with B. Harris and S. Andrews regarding deposition and discovery issues.	S. Morrison
05/15/03	Conference on various matters concerning case.	D. Daly
05/15/03	Work on letter to E. German regarding discovery matters; multiple telephone calls with Cole's office and Rick Raper regarding depositions dates, security personnel, and other matters; review of file and discovery in preparation of letter to E. German; review of Bob Lewis' file in preparation for production.	S. Morrison
05/16/03	Conference with Steve Andrews regarding Sony's redaction of investigative reports in contradiction of Judge Hughes' directive.	B. Harris

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EJC Family Partnership, Ltd.
Re: Copyright Lawsuit
Cause No. H-02-3729

Page: 5 of 8
Invoice No: 735364
Invoice Date: 07/10/03
File No: 039372.0000001

<u>Date</u>	<u>Description</u>	<u>Name</u>
05/16/03	Preparation of correspondence to attorney for plaintiffs regarding production of realtor's file; conference with attorney for plaintiffs regarding redactions from investigator's file; review of same.	S. Andrews
05/16/03	Work on production of [REDACTED] file; work on letter to E. German regarding plaintiff's discovery responses and reply's to J. Goldman's letter dated May 15.	S. Morrison
05/16/03	Preparation of bates labeling documents for depositions.	D. Pearlman
05/19/03	Conferences with Messrs. Harris and Morrison; voice mail to attorney for plaintiffs regarding depositions of investigators.	S. Andrews
05/19/03	Continued work on letter to J. Goldman; review of documents in preparation for deposition. (Cole)	S. Morrison
05/20/03	Review Plaintiff's production documents to prepare for upcoming deposition.	B. Harris
05/20/03	Preparation for depositions of Aaron Aguilar, Chris Meisenhalder and Guy Connely.	S. Morrison
05/21/03	Arrive at office at 8:00 a.m.; finalize organization of exhibits as preparation for deposition; attend deposition of Chris Miesenhahn and Aaron Aguilar; return to office at 7:30 p.m.	B. Harris
05/21/03	Depositions of Aaron Aguilar and Chris Meisenhalder at offices of Haynes and Boone.	S. Morrison
05/21/03	Research federal case law on [REDACTED]	A. Smoots-Hogan
05/21/03	Search internet for lower prices of music on list.	B. Miller
05/22/03	Take deposition of Guy Connely.	B. Harris
05/22/03	Deposition of Guy Connely at offices of Haynes and Boone.	S. Morrison
05/28/03	Telephone call from E. German regarding scheduling of depositions; memorandum with B. Harris and S. Andrews regarding same.	S. Morrison
05/29/03	Work on letter to J. Goldman; work on letter to E. German; telephone call to Cole's office regarding deposition; telephone call to R. Raper's office regarding same.	S. Morrison

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EJC Family Partnership, Ltd.
Re: Copyright Lawsuit
Cause No. H-02-3729

Page: 6 of 8
Invoice No: 735364
Invoice Date: 07/10/03
File No: 039372.0000001

<u>Date</u>	<u>Description</u>	<u>Name</u>
06/02/03	Telephone calls from E. German regarding discovery matters; email to B. Harris and S. Andrews regarding same.	S. Morrison
06/03/03	Conference with Mr. Morrison regarding discovery scheduling; preparation of revisions to correspondence to Mr. Goldman regarding sampling.	S. Andrews
06/03/03	Telephone calls with E. German and Cole's office regarding the scheduling of depositions, conference with S. Andrews and B. Harris regarding same; review and revision of letter to E. German.	S. Morrison
06/04/03	Telephone call from E. German regarding depositions; telephone call to Cole's office regarding same.	S. Morrison
06/05/03	Research regarding briefs filed in Almster case by plaintiff's counsel.	S. Morrison
06/06/03	Receipt and review of correspondence from E. German regarding scheduling depositions; telephone call to Cole's office; telephone call to R. Raper.	S. Morrison
06/20/03	Review of correspondence from Mr. German to Mr. Morrison regarding discovery scheduling.	S. Andrews
06/23/03	Receipt and review of correspondence from E. German regarding discovery responses.	S. Morrison
06/24/03	Receipt and review of supplemental documents produced by Plaintiff.	B. Harris
06/24/03	Preparation of listing chart of all documents identified and produced by Plaintiffs for future deposition and trial.	D. Pearlman
06/25/03	Receipt and review of original deposition transcript of Guy Connelly.	B. Harris
06/25/03	Meeting with Scott Morrison and Steve Andrews to prepare to handle Monday's court hearing and preparation for next week's deposition.	B. Harris
06/25/03	Attention to sampling issues in preparation for pretrial conference; review of correspondence from plaintiffs' attorneys regarding pretrial conference.	S. Andrews
06/25/03	Complete outline/description of exhibits produced by plaintiffs	D. Pearlman

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EJC Family Partnership, Ltd.
 Re: Copyright Lawsuit
 Cause No. H-02-3729

Page: 7 of 8
 Invoice No: 735364
 Invoice Date: 07/10/03
 File No: 039372.0000001

<u>Date</u>	<u>Description</u>	<u>Name</u>
06/27/03	Complete chart of documents produced by plaintiffs; review of all files; obtain and organization of all documents produced by plaintiff and by Defendant Cole regarding RIAA and briefs filed on support of both parties.	D. Pearlman
Fees for Services:		\$36,986.50

EXPENSES

<u>Date</u>	<u>Description</u>	<u>Amount</u>
04/01/03	Filing Fee(s) - - Vendor:MONTGOMERY COUNTY CLERK - Application for probate	147.00
04/01/03	Miscellaneous Expenses - - Vendor:Montgomery County Constable - Posting fee	50.00
04/09/03	Westlaw Computer Research	997.87
04/11/03	Westlaw Computer Research	108.36
04/11/03	Westlaw Computer Research	150.05
04/15/03	Westlaw Computer Research	61.11
06/12/03	Deposition Fee - - Vendor:RLS Legal Solutions - Deposition of Chris Meisenhalder	789.35
06/16/03	Outside Photocopy Charges - - Vendor:Jet Litigation Services, Inc. - Litigation Copies	113.97
06/30/03	Photocopy Charges	311.40
Expense Total:		\$2,729.11

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111 Congress Avenue, Suite 1100, Austin, Texas 78701-1011
512-472-5456 fax 512-479-1101

L.L.P.

EJC Family Partnership, Ltd.
Re: Copyright Lawsuit
Cause No. H-02-3729

Page: 1 of 5
Invoice No: 737458
Invoice Date: 08/14/03
File No: 039372.0000001

EJC Family Partnership, Ltd.
1014 N. Main
Pearland, TX 77581

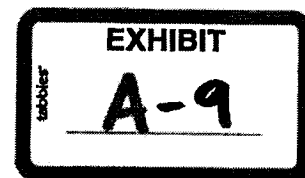
Firm Tax Identification Number: 74-1195014

BILLING SUMMARY

for unbilled fees and expenses through July 31, 2003
Billing Attorney: D. Daly

Fees:	25,082.50
Expenses:	2,170.39
TOTAL CURRENT INVOICE:	27,252.89

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EJC Family Partnership, Ltd.
 Re: Copyright Lawsuit
 Cause No. H-02-3729

Page: 2 of 5
 Invoice No: 737458
 Invoice Date: 08/14/03
 File No: 039372.0000001

FOR PROFESSIONAL SERVICES RENDERED

through July 31, 2003

<u>Date</u>	<u>Description</u>	<u>Name</u>
06/26/03	Receipt and review of correspondence to Scott Morrison from Jeffrey Goldman, in response to Scott's June 4, 2003 letter.	B. Harris
06/26/03	Go to Cole's Flea Market and interview Cheryl Nichols, Amadeo Roma and Carol Hrolenok; tour flea market (leave 8:15 a.m. and return 1:30 p.m.)	B. Harris
06/26/03	Phone conference with Steve Andrews regarding results of today's interviews.	B. Harris
06/26/03	Interview witnesses at Cole's.	S. Morrison
06/27/03	Telephone conference with E. German regarding schedule for upcoming depositions next week.	B. Harris
06/29/03	Travel to Cole's Flea Market to prepare E.J. Cole, Erasmus and Rick Raper.	B. Harris
06/29/03	Conference with Messrs. Harris and Morrison; conference with Messrs. Cole, Raper and regarding preparation for their deposition; review of brief of law regarding [REDACTED]	S. Andrews
06/29/03	Interview witnesses at Cole's.	S. Morrison
06/30/03	Meet with Steve Andrews and Scott Morrison to prepare for Federal Court Pre-Trial Conference at 10:30 a.m.	B. Harris
06/30/03	Wait for and attend Pre-Trial Conference in Federal Court before Judge Hughes.	B. Harris
06/30/03	Meet briefly with today's witnesses.	B. Harris
06/30/03	Present Amadeo Roman, Erasmo Garcia and Cheryl Nichols for deposition (1:30 to 8:30).	B. Harris
06/30/03	Meet with S. Morrison from 8:30 to 9:00 p.m. to go over documents to be produced tomorrow.	B. Harris
06/30/03	Preparation for and attendance at pre-trial conference; attention to responding to the Court's order of production regarding realtor's file.	S. Andrews

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512-472-5456 fax 512-479-1101**L.L.P.**EJC Family Partnership, Ltd.
Re: Copyright Lawsuit
Cause No. H-02-3729Page: 3 of 5
Invoice No: 737458
Invoice Date: 08/14/03
File No: 039372.0000001

<u>Date</u>	<u>Description</u>	<u>Name</u>
06/30/03	Preparation for pretrial hearing; attended pretrial hearing; preparation for depositions; attended depositions of Cheryl, Amadeo and Erasmo; initial review of realtor's file in preparation for production in accordance with pretrial conference.	S. Morrison
06/30/03	Depositions.	S. Morrison
07/01/03	Meet with Mr. Cole to prepare him for deposition; present Mr. Cole for deposition; meet briefly with Mr. Cole after deposition.	B. Harris
07/01/03	Preparation for Cole's deposition and attended Cole's deposition.	S. Morrison
07/02/03	Meet with Rick Raper to prepare him for deposition; present Rick Raper for deposition; meet with Rick Raper following his deposition [REDACTED] meet with Russell Frackman to dismiss sampling issues and ownership issues.	B. Harris
07/02/03	Meeting with R. Raper in preparation for deposition; attended deposition of R. Raper; discussion with R. Frackman and M. Huppe regarding sampling, ownership, scheduling, and other issues; memorandum to S. Andrews and B. Harris regarding same.	S. Morrison
07/10/03	Receipt and review of correspondence from E. German regarding change made to C. Meisenhalder's deposition.	S. Morrison
07/14/03	Work on all matters concerning progress.	D. Daly
07/28/03	Review and revision of letters concerning transmittal of depositions.	S. Morrison
07/31/03	Review of correspondence from attorney for plaintiffs; conference with Mr. Morrison; attention to stipulation and sampling issues.	S. Andrews
07/31/03	Meeting with S. Andrews regarding E. Germans July 2003 letter regarding ownership and sampling issues.	S. Morrison
Fees for Services:		\$25,082.50

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EJC Family Partnership, Ltd.
Re: Copyright Lawsuit
Cause No. H-02-3729

Page: 4 of 5
Invoice No: 737458
Invoice Date: 08/14/03
File No: 039372.0000001

EXPENSES

<u>Date</u>	<u>Description</u>	<u>Amount</u>
06/30/03	Local Delivery Service - - Vendor:MACH 5 COURIERS - From Prudential 06-30-03	28.75
07/01/03	Deposition Fee - - Vendor:RLS Legal Solutions - Deposition of Aaron Aguilar	775.85
07/03/03	Deposition Fee - - Vendor:RLS Legal Solutions - Deposition of Guy Connelly	748.70
07/30/03	Outside Photocopy Charges - - Vendor:Document Solutions Inc - Color copies	571.34
07/31/03	Photocopy Charges	45.75
Expense Total:		\$2,170.39

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EJC Family Partnership, Ltd.
Re: Copyright Lawsuit
Cause No. H-02-3729

Page: 1 of 7
Invoice No: 738691
Invoice Date: 09/10/03
File No: 039372.0000001

EJC Family Partnership, Ltd.
1014 N. Main
Pearland, TX 77581

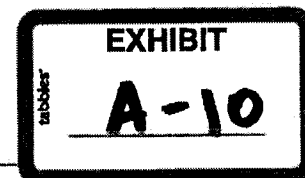
Firm Tax Identification Number: 74-1195014

BILLING SUMMARY

for unbilled fees and expenses through August 31, 2003
Billing Attorney: D. Daly

Fees:	24,662.50
Expenses:	1,403.55
TOTAL CURRENT INVOICE:	26,066.05

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512-472-5456 fax 512-479-1101EJC Family Partnership, Ltd.
Re: Copyright Lawsuit
Cause No. H-02-3729Page: 2 of 7
Invoice No: 738691
Invoice Date: 09/10/03
File No: 039372.0000001**FOR PROFESSIONAL SERVICES RENDERED**

through August 31, 2003

<u>Date</u>	<u>Description</u>	<u>Name</u>
07/02/03	Legal research on [REDACTED]	C. Johnson
08/01/03	Continued summarization of C. Meisenhalder's deposition transcript.	D. Pearlman
08/04/03	Work on deposition summary of C. Meisenhalder.	D. Pearlman
08/05/03	Receipt and review of correspondence from E. German regarding sampling and deposition schedules.	S. Morrison
08/05/03	Complete deposition summary of C. Meisenhalder; preparation of deposition summary of A. Aguilar.	D. Pearlman
08/06/03	Further organization of all exhibits produced by Defendant Cole; organization of additional deposition transcripts; update files; preparation of deposition summary of A. Aguilar.	D. Pearlman
08/07/03	Review of correspondence from attorney for plaintiffs; preparation of correspondence to same; conference with Mr. Kuhn regarding [REDACTED] conference with Mr. Morrison; review of plaintiffs' responses to interrogatories.	S. Andrews
08/07/03	Letter to E. German regarding his July letter; conference with S. Andrews regarding same.	S. Morrison
08/07/03	Telephone conference with S. Andrews regarding damage issues; legal research regarding [REDACTED] e-mail to S. Andrews regarding same.	K. Kuhn
08/07/03	Bates stamp additional documents to produce; assemble documents for same; preparation of correspondence to opposing counsel producing additional documents; complete deposition transcript of A. Aguilar.	D. Pearlman
08/11/03	Meet with Scott Morrison and Steve Andrews regarding [REDACTED]	B. Harris
08/11/03	Review of correspondence from attorney for plaintiffs; conference with Mr. Morrison; attention to sampling issues; review of court's prior orders regarding same.	S. Andrews

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111 Congress Avenue, Suite 1400, Austin, Texas 78701-4043
512-472-5456 fax 512-479-1101EJC Family Partnership, Ltd.
Re: Copyright Lawsuit
Cause No. H-02-3729Page: 3 of 7
Invoice No: 738691
Invoice Date: 09/10/03
File No: 039372.0000001

<u>Date</u>	<u>Description</u>	<u>Name</u>
08/11/03	Receipt and review of letter from E. German of 8/8/03; conference with S. Andrews and B. Harris regarding issues in 8/8/03 letter; telephone call to E. German regarding same.	S. Morrison
08/12/03	[REDACTED]	D. Daly
08/12/03	Review of correspondence from attorney for plaintiffs regarding sampling; preparation of revisions to correspondence to attorney for plaintiffs regarding scheduling; conference with Mr. Kuhn regarding damages model.	S. Andrews
08/12/03	Work on letter to E. German; conference with S. Andrews; work on document production and file; telephone call to E.J. Cole regarding [REDACTED]	S. Morrison
08/12/03	Conference with S. Morrison regarding plaintiffs' request of missing bates labeled documents previously submitted; obtain same for plaintiffs' counsel; preparation of correspondence to plaintiffs counsel regarding documents produced; organization numerically of EJC documents produced.	D. Pearlman
08/13/03	Review of CDs at offices of Haynes and Boone; work on letter to E. German; research regarding case law; research regarding [REDACTED]	S. Morrison
08/13/03	Assemble numerically all exhibits produced by Defendant Cole.	D. Pearlman
08/14/03	Conference with attorney for [REDACTED]; preparation of memo to file regarding same.	S. Andrews
08/14/03	Legal research on plaintiffs' damages theories.	K. Kuhn
08/14/03	Revise correspondence to J. Goldman regarding bates labeled documents.	D. Pearlman
08/14/03	Continued assembly of exhibit notebooks.	D. Pearlman
08/15/03	Attention to discovery and trial preparation issues in preparation for pretrial conference; conference with attorney for plaintiffs regarding same; attention to plaintiffs' request for stipulation of infringement; review of applicable legal authorities regarding same; review of correspondence to attorney for plaintiffs regarding identification of suspected legitimate CD's.	S. Andrews

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512-472-5456 fax 512-479-1101EJC Family Partnership, Ltd.
Re: Copyright Lawsuit
Cause No. H-02-3729Page: 4 of 7
Invoice No: 738691
Invoice Date: 09/10/03
File No: 039372.0000001

<u>Date</u>	<u>Description</u>	<u>Name</u>
08/15/03	Work on Cole copyright case, including letter to E. German; conference with S. Andrews; work on vendor violation spreadsheet.	S. Morrison
08/15/03	Research on statutory damages issue; draft e-mail to trial team regarding same; telephone conference with S. Andrews and S. Morrison regarding same.	K. Kuhn
08/15/03	Continued assembly of exhibit notebooks; update correspondence file.	D. Pearlman
08/16/03	Work on vendor violation spreadsheet.	S. Morrison
08/18/03	Preparation for and attendance at pretrial conference.	S. Andrews
08/18/03	Preparation for hearing; attended pretrial hearing.	S. Morrison
08/18/03	Legal research on [REDACTED]	K. Kuhn
08/18/03	Assemble documents for hearing; preparation of alphabetized chart of all legitimate CDs vs. Infringing CD; update files.	D. Pearlman
08/19/03	Legal research on [REDACTED]	K. Kuhn
08/19/03	Continued preparation of alphabetized listing of pirated, counterfeit CDs versus legitimate CDs in order to verify overlapping titles.	D. Pearlman
08/20/03	[REDACTED]	D. Daly
08/20/03	Complete legal research on [REDACTED] infringement damages [REDACTED] draft e-mail summary of same to S. Andrews and S. Morrison.	K. Kuhn
08/20/03	Continued preparation of alphabetized listing of pirated, counterfeit CDs versus legitimate CDs in order to verify overlapping titles.	D. Pearlman
08/21/03	Conference with Mr. Morrison regarding preparation of factual memorandum regarding Cole's operation of the flea market.	S. Andrews
08/21/03	Preparation of listing of pirated, counterfeit CDs versus legitimate CDs in order to verify overlapping titles; organization of files.	D. Pearlman
08/22/03	Receipt of documents from Cole's; work on facts for production to plaintiffs.	S. Morrison

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512-472-5456 fax 512-479-1101EJC Family Partnership, Ltd.
Re: Copyright Lawsuit
Cause No. H-02-3729Page: 5 of 7
Invoice No: 738691
Invoice Date: 09/10/03
File No: 039372.0000001

<u>Date</u>	<u>Description</u>	<u>Name</u>
08/25/03	Attention to applicable legal authorities regarding right to jury in statutory damages cases	S. Andrews
08/25/03	Continued work on facts for joint motion; multiple telephone calls with E. German regarding deposition dates.	S. Morrison
08/25/03	Assemble of pleadings and discovery; further preparation of listing of legitimate CDs vs. pirated CDs.	D. Pearlman
08/26/03	Review of emails to and from attorney for plaintiffs; review of proposed factual statement for the court; conference with assistant to Mr. Sobus regarding survey; conference with Mr. Morrison regarding status of discovery.	S. Andrews
08/26/03	Continued work on facts for joint motion; email to E. German regarding deposition dates; conference with E.J. Cole regarding case.	S. Morrison
08/26/03	Continued preparation of spreadsheet indicating vendors selling CDs on August 14, 2003, October 10, 2002, letters received from vendor and vendor prohibited from selling CDs; review of vendor rental information provided by Cole Antique Flea Market that needs to be produced; make arrangements to have same reproduced; assemble and notate number of walk-in vendors during relevant time period	D. Pearlman
08/27/03	Attention to applicable legal authorities regarding [REDACTED]	S. Andrews
08/27/03	Work on [REDACTED] aerial photos.	S. Morrison
08/27/03	Continued assembly and notate number of walk-in vendors during relevant time period to derive average number of vendors on weekends.	D. Pearlman
08/28/03	Review of proposed joint settlement of facts; preparation of revisions to same.	S. Andrews
08/28/03	Preparation of spreadsheet reflecting number of walk-in vendors on Saturday and Sunday to obtain overall average; assemble exhibit notebooks; organization of exhibits.	D. Pearlman

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Re: Copyright Lawsuit
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Invoice No: 738691
Invoice Date: 09/10/03
File No: 039372.0000001

<u>Date</u>	<u>Description</u>	<u>Name</u>
08/29/03	Preparation of further revisions to proposed joint statement of facts; preparation of revisions to correspondence to plaintiffs' attorney regarding same; conference with Messrs. Sobus & Jacks regarding survey at Cole's and expert testimony regarding same.	S. Andrews
08/29/03	Work on joint statement of facts; transmittal letter for same.	S. Morrison
08/29/03	Continued preparation and assembly of exhibit notebooks; organization of files; conference with S. Morrison regarding sequential numbering.	D. Pearlman
Fees for Services:		\$24,662.50

EXPENSES

<u>Date</u>	<u>Description</u>	<u>Amount</u>
08/26/03	Deposition Fee - - Vendor: Esquire Deposition Services - Deposition of Richard Raper	300.41
08/26/03	Deposition Fee - - Vendor: Esquire Deposition Services - Deposition of Elwyn Cole	432.24
08/26/03	Deposition Fee - - Vendor: Esquire Deposition Services - Deposition of Amadeo Roman	497.50
08/31/03	Photocopy Charges	170.40
08/31/03	Telecopy expense	3.00
Expense Total:		\$1,403.55

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EJC Family Partnership, Ltd.
Re: Copyright Lawsuit
Cause No. H-02-3729

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Invoice No: 740613
Invoice Date: 10/15/03
File No: 039372.0000001

EJC Family Partnership, Ltd.
1014 N. Main
Pearland, TX 77581

Firm Tax Identification Number: 74-1195014

BILLING SUMMARY
for unbilled fees and expenses through September 30, 2003
Billing Attorney: D. Daly

Fees:	30,863.00
Expenses:	566.76
TOTAL CURRENT INVOICE:	31,429.76

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EJC Family Partnership, Ltd.
 Re: Copyright Lawsuit
 Cause No. H-02-3729

Page: 2 of 8
 Invoice No: 740613
 Invoice Date: 10/15/03
 File No: 039372.0000001

FOR PROFESSIONAL SERVICES RENDERED
 through September 30, 2003

<u>Date</u>	<u>Description</u>	<u>Name</u>
09/02/03	Telephone call from E. German regarding deposition dates and stipulations; telephone call to C. Huffman and Tom regarding diagram of market and aerial photos.	S. Morrison
09/03/03	Telephone call to Cole's; email to Airborne Imaging regarding photos; email to E. German regarding depositions and stipulations.	S. Morrison
09/05/03	Review of proposed stipulation regarding copyright ownership and identification from attorney for plaintiffs; preparation of suggested revisions to same.	S. Andrews
09/05/03	Review and work on letter to Eric German.	S. Morrison
09/08/03	Review of email from attorney for plaintiffs regarding deposition scheduling.	S. Andrews
09/08/03	Meeting with C. Huffman at Cole's and pictures of Cole's; receipt of email from E. German regarding depositions and response to same; letter to E. German regarding depositions and defendants' discovery request that have not been answered.	S. Morrison
09/09/03	Telephone calls to Cole's, Linda Reyna, and G. Lapinsky regarding deposition dates; work on document production; transmittal of documents to B. Lewis.	S. Morrison
09/10/03	Conference with Scott on new issue.	D. Daly
09/10/03	Continued Bates label documents provided by E. Cole reflecting vendors names and charges incurred by vendor to lease space.	D. Pearlman
09/11/03	Update all filings and documentation; assemble and organize plaintiff's exhibits for mediation and trial into notebooks.	D. Pearlman
09/12/03	Receipt and review of correspondence from E. German.	S. Morrison
09/12/03	Continued assemble of all documents and organization of same; continued preparation of Plaintiff exhibit notebooks.	D. Pearlman
09/15/03	Attention to correspondence from attorneys for plaintiffs; attention to discovery responses from same.	S. Andrews
09/15/03	Receipt and review of pictures; telephone call to C. Huffman.	S. Morrison
09/15/03	Telephone call with Linda regarding her deposition and meeting.	S. Morrison

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512-472-5456 fax 512-479-1101EJC Family Partnership, Ltd.
Re: Copyright Lawsuit
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Invoice No: 740613
Invoice Date: 10/15/03
File No: 039372.0000001

<u>Date</u>	<u>Description</u>	<u>Name</u>
09/15/03	[REDACTED]	D. Pearlman
09/15/03	Update plaintiff exhibit notebooks; additional organization of all notebooks and files for upcoming mediation.	D. Pearlman
09/16/03	[REDACTED]	D. Daly
09/16/03	[REDACTED]	S. Andrews
09/16/03	Review of R. Rapers deposition; telephone call with C. Huffman regarding chart; receipt and review of chart; preparation for meeting with Linda.	S. Morrison
09/16/03	[REDACTED]	D. Pearlman
09/16/03	Update chart of documents produced by Plaintiffs.	D. Pearlman
09/17/03	Conference with Ms. Reyna; preparation of revisions to correspondence to attorneys for plaintiffs; attention to direct questions for Ms. Reyna; review of potential exhibits to joint statement of facts.	S. Andrews
09/17/03	Preparation for meeting with Linda; work on production of documents; meeting with L. Reyna regarding deposition.	S. Morrison
09/17/03	Bates label additional documents to be produced to plaintiff; reproduce same; preparation of correspondence to E. German producing bates labeled documents; continued preparation of notebooks containing all exhibits produced and organization of same.	D. Pearlman
09/18/03	[REDACTED]	D. Daly
09/18/03	Meeting with G. Lapinsky regarding deposition; preparation for same.	S. Morrison

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Re: Copyright Lawsuit
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Invoice No: 740613
Invoice Date: 10/15/03
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<u>Date</u>	<u>Description</u>	<u>Name</u>
09/18/03	Arrange for court reporter for upcoming depositions; organize exhibits and pretrial and pre-mediation notebooks; arrange for exhibits to be picked up by plaintiff's counsel.	D. Pearlman
09/19/03	Travel to Cole's conferences with Ms. Hrolnek and Mr. Bonney; attention to deposition scheduling; conference with Mr. Torres; attention to scheduling survey.	S. Andrews
09/19/03	Meeting with S. Andrews, Tom Bonney and Carol H.	S. Morrison
09/19/03	Further assembly of all binders for depositions, mediation and trial.	D. Pearlman
09/22/03	Review of deposition transcripts of Messrs. Connelly and Aguilar and Ms. Meisenholder; preparation for depositions of Messrs. McKenna and Guerrero; review of notes of plaintiffs' investigators; travel to Cole's; conference with Mr. Torres.	S. Andrews
09/22/03	Preparation for deposition of investigators; travel to flea market and meeting with S. Andrews and Jr.	S. Morrison
09/22/03	Telephone conference with court reporter in order to reschedule time for investigators deposition; further organization of exhibits and update filing.	D. Pearlman
09/23/03	Conference with Steve Andrews regarding results of depositions and his discussions with Plaintiff's counsel.	B. Harris
09/23/03	Conference with attorneys for plaintiffs; attendance at depositions of Mike McKenna, Marcos Guerrero and Javier Torres.	S. Andrews
09/23/03	Attended depositions of M. Guerro, M. McKeena, and Jr.; review of memorandum regarding damages from B. Poldrack; meeting with opposing counsel.	S. Morrison
09/24/03	Conference with Steve Andrews and Scott Morrison regarding case strategy in light of recent round of discovery completed.	B. Harris
09/24/03	Attendance at depositions of Carol Hroluek and Tom Bonney; conference with attorneys for plaintiffs regarding further development of case; conference with assistant to Mr Sobus at Decision Quest.	S. Andrews
09/24/03	Attend depositions of T. Bonney and C. Hrolenok; work on file.	S. Morrison

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111 Congress Avenue, Suite 1400, Austin, Texas 78701-4043
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Re: Copyright Lawsuit
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<u>Date</u>	<u>Description</u>	<u>Name</u>
09/24/03	Arrange for colored copies of flea market aerial shot; assemble and organization of files.	D. Pearlman
09/25/03	Attendance at depositions of Gary Lapinski and Linda Reyna; review of plaintiffs' proposed additions to agreed statement of facts.	S. Andrews
09/25/03	Attended depositions of Linda Reyna and Gary Lapinsky; work on motion regarding stipulation of facts.	S. Morrison
09/26/03	Further attention to agreed statement of facts; multiple conferences with attorneys for plaintiffs regarding same.	S. Andrews
09/26/03	Work on joint motion of facts, including conference call with S. Andrews and J. Goldman.	S. Morrison
09/26/03	Verify plaintiff's counsel received October 2001, November 2001, and November 2002 financial statements.	D. Pearlman
09/29/03	Review of applicable legal authorities regarding [REDACTED] [REDACTED] attention to agreed statement of facts.	S. Andrews
09/30/03	Conferences with attorneys for plaintiffs regarding revisions to agreed facts of flea market operation; preparation of further revisions to same; preparation of correspondence with attorneys for plaintiffs; attention to testing issues.	S. Andrews
Fees for Services:		\$30,863.00

Brown McCarroll**L.L.P.**111 Congress Avenue, Suite 1400, Austin, Texas 78701-4043
512-472-5456 fax 512-479-1101EJC Family Partnership, Ltd.
Re: Copyright Lawsuit
Cause No. H-02-3729Page: 6 of 8
Invoice No: 740613
Invoice Date: 10/15/03
File No: 039372.0000001**EXPENSES**

<u>Date</u>	<u>Description</u>	<u>Amount</u>
08/07/03	Lexis/Nexis Computer Research	0.37
08/07/03	Lexis/Nexis Computer Research	0.46
08/07/03	Lexis/Nexis Computer Research	1.46
08/07/03	Lexis/Nexis Computer Research	2.89
08/14/03	Lexis/Nexis Computer Research	1.31
08/14/03	Lexis/Nexis Computer Research	1.88
08/14/03	Lexis/Nexis Computer Research	3.87
08/14/03	Lexis/Nexis Computer Research	7.57
08/14/03	Lexis/Nexis Computer Research	30.28
08/18/03	Lexis/Nexis Computer Research	0.37
08/18/03	Lexis/Nexis Computer Research	0.43
08/18/03	Lexis/Nexis Computer Research	1.94
08/18/03	Lexis/Nexis Computer Research	7.58
08/19/03	Lexis/Nexis Computer Research	1.12
08/19/03	Lexis/Nexis Computer Research	3.39
08/19/03	Lexis/Nexis Computer Research	4.84
08/19/03	Lexis/Nexis Computer Research	7.58
08/20/03	Lexis/Nexis Computer Research	0.39
08/20/03	Lexis/Nexis Computer Research	2.39
09/15/03	Outside Photocopy Charges - - Vendor: Document Solutions Inc - Copies of realtor's file	210.20
09/29/03	Professional Services - - Vendor: Airborne Imaging - Aerial photographs of property	265.44
09/30/03	Photocopy Charges	9.00

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EJC Family Partnership, Ltd.
Re: Copyright Lawsuit
Cause No. H-02-3729

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Invoice No: 740613
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<u>Date</u>	<u>Description</u>	<u>Amount</u>
09/30/03	Telecopy expense	2.00
Expense Total:		\$ 566.76

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EJC Family Partnership, Ltd.
Re: Copyright Lawsuit
Cause No. H-02-3729

Page: 1 of 5
Invoice No: 742487
Invoice Date: 11/11/03
File No: 039372.0000001

EJC Family Partnership, Ltd.
1014 N. Main
Pearland, TX 77581

Firm Tax Identification Number: 74-1195014

BILLING SUMMARY
for unbilled fees and expenses through October 31, 2003
Billing Attorney: D. Daly

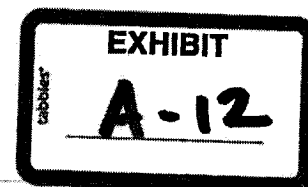
Fees: 8,405.00
Expenses: 98.48
TOTAL CURRENT INVOICE: 8,503.48

OUTSTANDING INVOICES:
as of 11/11/03

<u>Date</u>	<u>Invoice No.</u>	<u>Original Amount</u>	<u>Amount Paid</u>	<u>Balance Due</u>
10/15/03	740613	31,429.76	0.00	31,429.76
Total Prior Outstanding Invoices:				\$31,429.76

TOTAL AMOUNT DUE: \$39,933.24

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Re: Copyright Lawsuit
Cause No. H-02-3729Page: 2 of 5
Invoice No: 742487
Invoice Date: 11/11/03
File No: 039372.0000001**FOR PROFESSIONAL SERVICES RENDERED**

through October 31, 2003

<u>Date</u>	<u>Description</u>	<u>Name</u>
10/01/03	Further attention to revisions to agreed facts of flea market operation; further attention to testing issues; attention to plaintiffs' proposed stipulations regarding same.	S. Andrews
10/01/03	Conference call with J. Goldman and S. Andrews regarding joint statement of facts.	S. Morrison
10/01/03	Update pleading, discovery and correspondence files.	D. Pearlman
10/02/03	Receipt and review of correspondence and joint statement from J. Goldman; initial work on same.	S. Morrison
10/06/03	Multiple conferences with Mr. Morrison regarding proposed changes to agreed facts regarding flea market operation.	S. Andrews
10/06/03	Work on joint statement of facts; multiple conferences with J. Goldman.	S. Morrison
10/07/03	Finalization of joint statement of facts and filing of same.	S. Morrison
10/08/03	Preparation for status conference, including review of proposed stipulations on ownership and infringement; voice mail to Messrs. Sobus and Jacks; attendance at status conference.	S. Andrews
10/09/03	Attend pretrial conference.	S. Morrison
10/09/03	Assembly and organization of additional exhibits produced to Plaintiff for future mediation.	D. Pearlman
10/10/03	Continued assembly and organization of all exhibits provided by Defendants.	D. Pearlman
10/15/03	Telephone call from E. German and R. Frackman regarding stipulation and proposed order; email to S. Andrews regarding same.	S. Morrison
10/16/03	Review of proposed order on stipulation for testing and ownership; receipt and review of material from Cole's regarding lawsuits.	S. Morrison
10/20/03	Telephone call with E. German regarding stipulations; work on case.	S. Morrison
10/20/03	Continued assembly into binders of EJC exhibits produced to plaintiffs.	D. Pearlman